

Fill in this information to identify your case:

United States Bankruptcy Court for the:

NORTHERN DISTRICT OF CALIFORNIA

Case number (if known)

Chapter 11

Check if this an amended filing

Official Form 201

Voluntary Petition for Non-Individuals Filing for Bankruptcy

4/16

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name	<u>Promia Incorporated</u>		
2. All other names debtor used in the last 8 years	Include any assumed names, trade names and <i>doing business as</i> names		
3. Debtor's federal Employer Identification Number (EIN)	<u>94-3141093</u>		
4. Debtor's address	Principal place of business <u>802 Chamberlain Court</u> <u>Mill Valley, CA 94941</u> Number, Street, City, State & ZIP Code	Mailing address, if different from principal place of business P.O. Box, Number, Street, City, State & ZIP Code	Location of principal assets, if different from principal place of business Number, Street, City, State & ZIP Code
5. Debtor's website (URL)	<u>www.promia.com</u>		
6. Type of debtor	<input checked="" type="checkbox"/> Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP)) <input type="checkbox"/> Partnership (excluding LLP) <input type="checkbox"/> Other. Specify: _____		

7. Describe debtor's business

A. Check one:

- Health Care Business (as defined in 11 U.S.C. § 101(27A))
- Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- Railroad (as defined in 11 U.S.C. § 101(44))
- Stockbroker (as defined in 11 U.S.C. § 101(53A))
- Commodity Broker (as defined in 11 U.S.C. § 101(6))
- Clearing Bank (as defined in 11 U.S.C. § 781(3))
- None of the above

B. Check all that apply

- Tax-exempt entity (as described in 26 U.S.C. §501)
- Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.

See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

8. Under which chapter of the Bankruptcy Code is the debtor filing?

Check one:

- Chapter 7
- Chapter 9
- Chapter 11. Check all that apply:

- Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).
- The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- A plan is being filed with this petition.
- Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the attachment to *Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

- Chapter 12

9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?

No.

Yes.

If more than 2 cases, attach a separate list.

District	Northern District of California	When	4/28/18	Case number	18-30450
District	_____	When	_____	Case number	_____

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?

No

Yes.

List all cases. If more than 1, attach a separate list

Debtor	_____	Relationship	_____
District	_____	When	_____
			Case number, if known

11. Why is the case filed in this district? *Check all that apply:*

Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.

A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

No

Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? _____

It needs to be physically secured or protected from the weather.

It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

Other _____

Where is the property?

Number, Street, City, State & ZIP Code _____

Is the property insured?

No

Yes. Insurance agency _____

Contact name _____

Phone _____

Statistical and administrative information**13. Debtor's estimation of available funds** *Check one:*

Funds will be available for distribution to unsecured creditors.

After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

1-49

50-99

100-199

200-999

1,000-5,000

5,001-10,000

10,001-25,000

25,001-50,000

50,001-100,000

More than 100,000

15. Estimated Assets

\$0 - \$50,000

\$50,001 - \$100,000

\$100,001 - \$500,000

\$500,001 - \$1 million

\$1,000,001 - \$10 million

\$10,000,001 - \$50 million

\$50,000,001 - \$100 million

\$100,000,001 - \$500 million

\$500,000,001 - \$1 billion

\$1,000,000,001 - \$10 billion

\$10,000,000,001 - \$50 billion

More than \$50 billion

16. Estimated liabilities

\$0 - \$50,000

\$50,001 - \$100,000

\$100,001 - \$500,000

\$500,001 - \$1 million

\$1,000,001 - \$10 million

\$10,000,001 - \$50 million

\$50,000,001 - \$100 million

\$100,000,001 - \$500 million

\$500,000,001 - \$1 billion

\$1,000,000,001 - \$10 billion

\$10,000,000,001 - \$50 billion

More than \$50 billion

Request for Relief, Declaration, and Signatures

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on August 8, 2018
MM / DD / YYYY

X /s/ Amy Reynolds

Signature of authorized representative of debtor

Amy Reynolds

Printed name

Title CFO

18. Signature of attorney

X /s/ Robert L. Goldstein

Signature of attorney for debtor

Date **August 8, 2018**

MM / DD / YYYY

Robert L. Goldstein 184226

Printed name

LAW OFFICES OF ROBERT L. GOLDSTEIN

Firm name

**100 BUSH STREET, SUITE 501
SAN FRANCISCO, CA 94104**

Number, Street, City, State & ZIP Code

Contact phone 415-391-8710

Email address info@taxexit.com

184226 CA

Bar number and State

Fill in this information to identify the case:

Debtor name	Promia Incorporated
United States Bankruptcy Court for the:	NORTHERN DISTRICT OF CALIFORNIA
Case number (if known):	_____

Check if this is an amended filing

Official Form 204

Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders

12/15

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services, and government contracts)	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Angela Ranzini c/o Stephen Ranzini University Bank 2015 Washtenaw Avenue Ann Arbor, MI 48104						\$643,811.98
Barry Hawk 35 Eagle Mountain Road Tuxedo Park, NY 10987						\$434,900.00
Cat Trail Capital LLC 8 Wells Hill Road Weston, CT 06883						\$4,263,130.50
Dan Tompkins Novus Ventures 20111 Stevens Creek Boulevard Cupertino, CA 95014						\$37,315.59
Greg Snow Pixelmill 105 E Street, Suite 310 Davis, CA 95616						\$121,502.02
Jane Bersch 286 Tavistock Drive Medford, NJ 08055						\$222,451.58
John and James Mullen 802 Chamberlain Court Mill Valley, CA 94941						\$39,954.09
PCM Real Return Fund LP 900 Larkspur Landing Circle Larkspur, CA 94939		Bank Loans		\$1,902,670.30	\$23,000.00	\$1,879,670.30

Debtor **Promia Incorporated**
Name

Case number (if known)

Name of creditor and complete mailing address, including zip code	Name, telephone number and email address of creditor contact	Nature of claim (for example, trade debts, bank loans, professional services,	Indicate if claim is contingent, unliquidated, or disputed	Amount of claim		
				Total claim, if partially secured	Deduction for value of collateral or setoff	Unsecured claim
Richard Wrensen and WrenCap Financial 4036 Piedmont Avenue Suite 305 Oakland, CA 94611						\$204,605.81
SAFA Trust 459 Herndon Parkway Suite 12 Herndon, VA 20170						\$706,091.16
Thomas Heaton and Olga Chengaeva 871 West Southwood Drive Woodland, CA 95695						\$613,206.87
University Bank 2015 Washtenaw Avenue Ann Arbor, MI 48104		Bank Loans		\$3,126,510.29	\$23,000.00	\$3,103,510.29
Vance Kershner LabWare, Inc. 3 Mill Road Suite 102 Wilmington, DE 19806-2146						\$1,888,640.40
William and Amy Reynolds 49 Concord Lane Skillman, NJ 08558						\$1,647,939.93

Angela Ranzini
c/o Stephen Ranzini
University Bank
2015 Washtenaw Avenue
Ann Arbor, MI 48104

Barry Hawk
35 Eagle Mountain Road
Tuxedo Park, NY 10987

Cat Trail Capital LLC
8 Wells Hill Road
Weston, CT 06883

Dan Tompkins
Novus Ventures
20111 Stevens Creek Boulevard
Cupertino, CA 95014

Greg Snow
Pixelmill
105 E Street, Suite 310
Davis, CA 95616

Jane Bersch
286 Tavistock Drive
Medford, NJ 08055

John and James Mullen
802 Chamberlain Court
Mill Valley, CA 94941

John Mullen
802 Chamberlain Court
Mill Valley, CA 94941

PCM Real Return Fund LP
900 Larkspur Landing Circle
Larkspur, CA 94939

Richard Wrensen and WrenCap Financial
4036 Piedmont Avenue Suite 305
Oakland, CA 94611

SAFA Trust
459 Herndon Parkway
Suite 12
Herndon, VA 20170

Thomas Heaton and Olga Chengaeva
871 West Southwood Drive
Woodland, CA 95695

University Bank
2015 Washtenaw Avenue
Ann Arbor, MI 48104

Vance Kershner
LabWare, Inc.
3 Mill Road Suite 102
Wilmington, DE 19806-2146

William and Amy Reynolds
49 Concord Lane
Skillman, NJ 08558

United States Bankruptcy Court
Northern District of California

In re **Promia Incorporated**

Debtor(s)

Case No.
Chapter

11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for Promia Incorporated in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

■ None [Check if applicable]

August 8, 2018

Date

/s/ Robert L. Goldstein

Robert L. Goldstein 184226

Signature of Attorney or Litigant
Counsel for **Promia Incorporated**

LAW OFFICES OF ROBERT L. GOLDSTEIN

**100 BUSH STREET, SUITE 501
SAN FRANCISCO, CA 94104
415-391-8710 Fax:415-391-8701
info@taxexit.com**